

DIVISION

DEC. 11. 2006 9:06 AM  
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NO. 19877 P. 1

PO6000054235

Florida Department of State  
Division of Corporations  
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN**

**TORRE DE FUEGO CIGAR COMPANY, INC.**

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*Amend + Re-stat on  
12-7-06  
12/7/2006*



December 8, 2006

FLORIDA DEPARTMENT OF STATE

Division of Corporations

TORRE DE FUEGO CIGAR COMPANY, INC.  
13165 SPRINGLAKE DR  
COOPER CITY, FL 33330

SUBJECT: TORRE DE FUEGO CIGAR COMPANY, INC.  
REF: P06000054235

**RESUBMIT**  
Please give original  
submission date as file date

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Restated Articles of Incorporation for a Florida profit corporation are filed pursuant to section 607.1007, Florida Statutes. Enclosed is copy of chapter 607.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain  
Document Specialist

FAX Aud. #: H06000290519  
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DIVISION OF CORPORATIONS

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
TORRE DE FUEGO CIGAR COMPANY, INC.**

Pursuant to Section 607.1007 of the Florida Business Corporation Act, the Articles of Incorporation of **TORRE DE FUEGO CIGAR COMPANY, INC.** originally filed with the Secretary of State of the State of Florida on April 14, 2006, are hereby amended and restated in their entirety as follows:

Pursuant to Section 607.1007 of the Florida Business Corporation Act, the following amendment and restatement to the Articles of Incorporation of the Corporation was duly authorized and adopted by unanimous written consent of the Board of Directors and the Shareholders of the Corporation in accordance with Sections 607.0704 and 607.0821 of the Florida Business Corporation Act on November 22, 2006.

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation shall be:

**TORRE DE FUEGO CIGAR COMPANY, INC.**

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 4157 Sapphire Terrace, Weston, Florida 33331.

**ARTICLE III  
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV  
CAPITAL STOCK**

The aggregate number of shares of all classes of capital stock that the Corporation is authorized to issue is Twenty Thousand (20,000) shares of common stock, par value \$0.001 per share.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLE V  
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI  
REGISTERED AGENT AND  
REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be Ivan Reich, Esq., 3111 Stirling Rd., Ft. Lauderdale, FL 33312.

ARTICLE VII  
DIRECTORS AND OFFICERS

The names and addresses of the Directors and Officers of this Corporation are:

President/ Director  
Adam Uchin  
4157 Sapphire Terr.  
Weston, FL 33331

Vice President / Treasurer / Director  
Victor Baumzweig  
13165 Springlake Drive  
Cooper City, FL 33330

Secretary/ General Counsel / Director  
Ivan Reich  
16361 Ontario Place  
Davie, FL 33331

Pursuant to Section 607.1007 of the Florida Business Corporation Act, the foregoing amendment and restatement to the Articles of Incorporation of the Corporation was duly authorized and adopted by unanimous written consent of the Board of Directors and the Shareholders of the Corporation in accordance with Sections 607.0704 and 607.0821 of the Florida Business Corporation Act on November 22, 2006.

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**ARTICLE VIII**  
**INDEMNIFICATION**

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

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IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing  
Articles of Incorporation on December 7, 2006.

  
\_\_\_\_\_  
Ivan J. Reich Secretary

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**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND OFFICE FOR SERVICE OF PROCESS**

Torre de Fuego Cigar Company, Inc., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 4157 Sapphire Terrace, Weston, Florida 33331 has named Ivan Reich, Esq., as its agent to accept service of process within the State of Florida at 3111 Stirling Road, Fort Lauderdale, Florida 33312.

**ACCEPTANCE:**

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.



Ivan J. Reich

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